

SHIELDS MARIA T
Form 4
February 05, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SHIELDS MARIA T

2. Issuer Name and Ticker or Trading Symbol
ANSYS INC [ANSS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2600 ANSYS
DRIVE, SOUTHPOINTE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2018

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
CFO & VP Finance and Admin.

CANONSBURG, PA 15367

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/01/2018		M ⁽¹⁾		6,000	A	\$ 40.89
					88,246		⁽²⁾
Common Stock	02/01/2018		M ⁽¹⁾		19,000	A	\$ 48.97
					107,246		⁽²⁾
Common Stock	02/01/2018		S ⁽¹⁾		5,567	D	\$ 161.55
					101,679		⁽²⁾
Common Stock	02/01/2018		S ⁽¹⁾		14,616	D	\$ 162.69
					87,063		⁽²⁾
	02/01/2018		S ⁽¹⁾		4,817	D	\$ 82,246
					82,246		⁽²⁾

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Pursuant to a 10b5-1 plan currently in place.

(2) Includes 27,861 Restricted Stock Units, as well as 99 shares acquired under the Ansys Employee Stock Purchase Plan on January 31, 2018.

(3) The option grant of 31,000 shares granted on 11/16/2009 vested 25% annually in equal installments beginning on the first anniversary of the grant.

(4) The option grant of 31,000 shares granted on 11/15/2010 vested 25% annually in equal installments beginning on the first anniversary of the grant.

(5) The sales were executed in a series of transactions with a price range of \$160.99 to \$161.95, inclusive, with a weighted average price of \$161.55. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(6) The sales were executed in a series of transactions with a price range of \$162.04 to \$162.99, inclusive, with a weighted average price of \$162.69. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(7) The sales were executed in a series of transactions with a price range of \$163.00 to \$163.36, inclusive, with a weighted average price of \$163.14. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.